

Amendment 147 **Contract No. 229944**

To the Contract for the Design, Implementation, Operation and Maintenance of the Regional Fare Coordination System

This Amendment 147 to the Contract for the Design, Implementation, Operation and Maintenance of the Regional Fare Coordination System is entered into this 13th day of May, 2011, by and between ERG Transit Systems (USA) Inc, a California corporation and wholly owned subsidiary of Vix-ERG Limited, an Australian corporation, (hereinafter referred to as the "Contractor") and each of the following seven public transportation agencies (hereinafter referred to individually as an "Agency" or collectively as the "Agencies"):

1. Central Puget Sound Regional Transit Authority ("Sound Transit")
2. King County ("King County")
3. Kitsap County Public Transportation Benefit Area ("Kitsap Transit")
4. Pierce County Public Transportation Benefit Area ("Pierce Transit")
5. Snohomish County Public Transportation Benefit Area ("Community Transit")
6. City of Everett ("Everett")
7. State of Washington, acting through the Washington State Department of Transportation, Washington State Ferries Division ("WSF")

Recitals

- A. Effective April 29, 2003, each of the Agencies and the Contractor entered into Contract #229944 ("Contract") to implement a Regional Fare Coordination System ("RFC System") to establish a common fare system utilizing smart card technology. The Contractor is responsible for the development, implementation, operation and maintenance of the RFC System as specified in the Contract.
- B. The Agencies and the Contractor desire to amend Section VI of Exhibit 9, Price Schedule Special Programs, to compensate the Contractor for the work necessary to produce the On Board Equipment (OBE) installation guidelines (i.e. a Site Survey) and associated system documentation for Kitsap Transit's (KT) 1994 to 1997 MCI Model 102D3 buses. This work is performed per CR-002666 *KT Worker-Driver Site Survey v2*.
- C. The Parties agree that the Work necessary to complete the Site Survey and associated documentation for KT will be performed and compensated as described below.

Agreement

Section 1.0 Description of Work

1.1 The Contractor will perform the work necessary to:

- (a) Evaluate the MCI Model 102D3 bus to produce OBE installation procedures. The Contractor and KT staff will determine the mounting locations and methods for the equipment that will be installed on the bus. The Contractor will determine cable routes, locations of circuit breakers and other installation accessories.
- (b) Produce new system documentation. The Contractor has identified the documentation as SEA-TBD CDRL 13 KT Installation Procedure – MCI Worker-Driver and SEA-TBD KT– Bill of Materials.

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the sufficiency of which is hereby acknowledged, the Parties hereby agree to amend the Contract as follows:

Section 2.0 Compensation Changes

Section VI (Implementation) of Exhibit 9, Price Schedule, is hereby amended to read as follows:

VI. IMPLEMENTATION

SPECIAL PROGRAMS

LUMP SUM COST

Amendment No. 147

To perform the work necessary to conduct a Site Survey for KT's MCI Model 102D3 bus type and produce the associated system documentation.

TOTAL

\$4356

Section 3.0 Other Terms and Conditions

All other provisions of the Contract not referenced in this Amendment One Hundred and forty-seven shall remain in effect.

IN WITNESS WHEREOF, authorized representative of the Agencies and the Contractor have signed their names in the spaces provided below.

ERG Transit Systems (USA) Inc.

By: _____
Its: _____
Date: _____

The Agencies

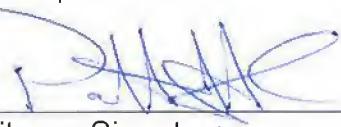
By: Candace Carlson
Their: ORCA Operations Manager
On behalf of the Agencies
Date: May 13, 2011

Signed by ERG Transit Systems (USA) Inc by its attorney- in-fact Elaine Aulgur pursuant to Power of Attorney dated 18 June 2010:


Elaine Aulgur

12-May-11
Date

In the presence of:


Witness Signature

12-MAY-11
Date

Witness name: Darly Hazard